

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, 2017, and ending

, 20

Name of foundation

Humana Foundation, Inc.

Number and street (or P O box number if mail is not delivered to street address)

P. O. Box 740026

City or town, state or province, country, and ZIP or foreign postal code

Louisville KY 40201

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 249,531,501
J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

A Employer identification number

61-1004763

B Telephone number (see instructions)

502-580-3613

C If exemption application is pending, check here ☐**D** 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	35,000,000			
	2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	3,704,888	3,572,494		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	25,987,828			
	b	Gross sales price for all assets on line 6a 167,035,432				
	7	Capital gain net income (from Part IV, line 2)		25,987,828		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)				
	12	Total. Add lines 1 through 11	64,692,716	29,560,322	0	
	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	346,842			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	27,948			
	24	Total operating and administrative expenses. Add lines 13 through 23	374,790	0	0	0
	25	Contributions, gifts, grants paid	11,591,429			
	26	Total expenses and disbursements. Add lines 24 and 25	11,966,219	0	0	0
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	52,726,497			
	b	Net investment income (if negative, enter -0-)		29,560,322		
	c	Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		295,412	344,610	344,610
	2 Savings and temporary cash investments		5,045,376	39,824,930	39,824,930
	3 Accounts receivable ▶				
	Less allowance for doubtful accounts ▶			242	
	4 Pledges receivable ▶				
	Less allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ▶				
	Less allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		0	4,960	4,960
	10a Investments—U.S. and state government obligations (attach schedule)		28,598,111	30,506,941	30,131,511
	b Investments—corporate stock (attach schedule)		46,856,088	43,524,678	138,974,672
	c Investments—corporate bonds (attach schedule)		2,952,931	8,914,675	8,858,562
	11 Investments—land, buildings, and equipment basis ▶				
Liabilities	Less accumulated depreciation (attach schedule) ▶				
	12 Investments—mortgage loans		17,613,577	30,861,638	30,827,640
	13 Investments—other (attach schedule)		382,482	564,616	564,616
	14 Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
	15 Other assets (describe ▶ UNREALIZED GAIN/(LOSS))		92,422,490	94,984,454	
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		194,166,467	249,531,744	249,531,501
	17 Accounts payable and accrued expenses		162,566	0	
	18 Grants payable		0	2,200,000	
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶ DEFERRED EXCISE TAX)		0	1,899,689	
	23 Total liabilities (add lines 17 through 22)		162,566	4,099,689	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds		194,003,901	245,432,055	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		194,003,901	245,432,055	
	31 Total liabilities and net assets/fund balances (see instructions)		194,166,467	249,531,744	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	194,003,901
2 Enter amount from Part I, line 27a	2	52,726,497
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED APPRECIATION	3	2,561,964
4 Add lines 1, 2, and 3	4	249,292,362
5 Decreases not included in line 2 (itemize) ▶ PRIOR YEAR ADJUSTMENTS	5	3,860,307
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	245,432,055

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	FANNIE MAE SETTLEMENT	P	VARIOUS	VARIOUS
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a 167,035,281		141,047,604	25,987,677	
b 151		0	151	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	25,987,828
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	9,240,482	183,426,038	0.0504
2015	9,747,652	184,170,480	0.0529
2014	8,269,038	166,652,753	0.0496
2013	9,569,402	147,902,040	0.0647
2012	6,658,014	145,214,451	0.0458
2	Total of line 1, column (d)		2 0.2634
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years		3 .052695
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5		4 204,967,882
5	Multiply line 4 by line 3		5 10,800,783
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 295,603
7	Add lines 5 and 6		7 11,096,386
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		8 11,591,429

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	295,603	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2		
3	Add lines 1 and 2	3	295,603	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	295,603	
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	300,563	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	300,563	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,960	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax 4,960 Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions ▶ Kentucky		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.humanafoundation.org</u>	X	
14 The books are in care of ► <u>Kuntesh Naik</u> Telephone no ► <u>502-580-2844</u> Located at ► <u>500 W. Main Street, Louisville, KY</u> ZIP+4 ► <u>40202</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		<input type="checkbox"/>
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

		Yes	No
5a	During the year, did the foundation pay or incur any amount to		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>	5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b	X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Schedule				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over \$50,000 ▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 Scholarship America - The Foundation has made no distribution in which it maintains "significant involvement" within the meaning of Reg. Sec. 53.4942(b)-1(b)(2).	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 100% of the Foundation's assets are held for the production of investment income. The Foundation has no program-related activities.	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	▶ 0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	206,850,377
b	Average of monthly cash balances	1b	674,227
c	Fair market value of all other assets (see instructions)	1c	564,616
d	Total (add lines 1a, b, and c)	1d	208,089,220
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	208,089,220
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	3,121,338
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	204,967,882
6	Minimum investment return. Enter 5% of line 5	6	10,248,394

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	10,248,394
2a	Tax on investment income for 2017 from Part VI, line 5	2a	295,603
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	295,603
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	9,952,791
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	9,952,791
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	9,952,791

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	11,591,429
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	11,591,429
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,591,429

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				9,952,791
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017:				
a From 2012	0			
b From 2013	2,234,808			
c From 2014	4,631			
d From 2015	837,377			
e From 2016	144,871			
f Total of lines 3a through e	3,221,687			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 11,591,429				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2017 distributable amount				9,952,791
e Remaining amount distributed out of corpus	1,638,638			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	4,860,325			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	4,860,325			
10 Analysis of line 9:				
a Excess from 2013	2,234,808			
b Excess from 2014	4,631			
c Excess from 2015	837,377			
d Excess from 2016	144,871			
e Excess from 2017	1,630,630			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☒ 4942(j)(5)

	Tax year				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

None

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

- a** The name, address, and telephone number or email address of the person to whom applications should be addressed

Humana Foundation, Inc. 500 W. Main Street, Louisville, KY 40202 502-580-3613

- b** The form in which applications should be submitted and information and materials they should include

See Attached Statement

- c** Any submission deadlines

February 1, Humana Scholarship Program

- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

See Attached Statement

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Form **990-PF** (2017)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	3,704,888	
5	Net rental income or (loss) from real estate.					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	25,987,828	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)		0		29,692,716	0
13	Total. Add line 12, columns (b), (d), and (e)				13	29,692,716

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|---|-----|----|
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Hank Robinson
Signature of officer or trustee

10/24/18
Date

Senior VP, Tax
Title

May the IRS discuss this return with the preparer shown below?
See instructions ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017**Name of the organization**

Humana Foundation, Inc.

Employer identification number

61-1004763

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☐
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization Humana Foundation, Inc.	Employer identification number 61-1004763
--	---

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Humana Inc. 500 W. Main Street Louisville, KY 40202	\$ 35,000,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Humana Foundation, Inc.

Employer identification number

61-1004763

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----

Name of organization Humana Foundation, Inc.	Employer identification number 61-1004763
---	--

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
-----		-----	
-----	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
-----		-----	
-----	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
-----		-----	
-----	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
-----		-----	
-----	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
-----		-----	

Humana Foundation, Inc., 61-1004763
2017 Form 990-PF: Parts I and II
Revenue and Expenses; Balance Sheet

Part I, Revenue and Expenses	<u>Column (a)</u> Revenue & expenses per books
Line 18, Taxes	
Federal excise tax	295,603
Deferred tax expense	51,239
	<u>346,842</u>

Part II, Balance Sheet - End of Year	<u>Column (b)</u> Book value	<u>Column (c)</u> Market value
<u>Investments</u>		
Line 10a. U.S. government obligations	<u>30,506,941</u>	<u>30,131,511</u>
Line 10b. Corporate stock: see separate schedule	<u>43,524,678</u>	<u>138,974,672</u>
Line 10c. Corporate bonds: see separate schedule	<u>8,914,675</u>	<u>8,858,562</u>
Line 13. Other investments:		
Accrued interest receivable	271,182	271,182
Accrued dividends receivable	215,249	215,249
Accrued other receivable	78,185	78,185
	<u>564,616</u>	<u>564,616</u>

Humana Foundation, Inc., 61-1004763
2017 Form 990-PF: Part II, line 10b, Corporate Stock

	<u>No of Shares</u>	<u>Book Value</u>	<u>Market Value</u>
Abbot Laboratories	7,000	160,067	399,490
Abbvie, Inc	7,000	173,579	676,970
American Electric Power	25,500	934,142	1,876,035
Aqua America, Inc.	40,000	686,168	1,569,200
Archer Daniels Midland	37,500	1,068,359	1,503,000
AT&T (fka SBC Communications)	26,300	618,486	1,022,544
Automatic Data Processes	16,000	686,386	1,875,040
Bank of America	16,072	808,356	474,445
Boeing Co. (The) ~	14,500	1,021,848	4,276,195
Chevron Texaco	8,400	511,546	1,051,596
Clorox Company	11,000	669,797	1,636,140
Coca-Cola Company	27,000	896,875	1,238,760
Corning Inc.	66,000	852,072	2,111,340
CSX Corporation	49,500	1,123,590	2,722,995
Detroit Edison	12,100	595,480	1,324,466
Diageo PLC	9,700	667,349	1,416,491
DowDupont	52,927	3,434,744	3,769,475
Eaton Corporation	10,000	403,135	790,100
Eli Lilly and Company	18,500	701,070	1,562,510
Exxon Mobil Corportion	14,000	1,040,175	1,170,960
General Dynamics Corporation	15,000	996,951	3,051,750
Goldman Sachs & Co.	7,000	760,530	1,783,320
Honeywell	9,700	307,147	1,487,592
Humana Inc	225,001	3,938,850	55,815,998
Illinois Tool Works	19,000	996,216	3,170,150
Intel Corporation	42,000	894,660	1,938,720
International Paper Co	24,000	1,002,223	1,390,560
Johnson and Johnson	9,000	530,763	1,257,480
Kraft Foods	17,000	399,527	727,600
McDonalds	10,500	161,826	1,807,260
Merck & Co	23,000	881,127	1,294,210
Microsoft Corporation	40,500	1,076,809	3,464,370
Minnesota Mining & Manufacturing	13,000	1,112,619	3,059,810
Nestle SA	11,500	692,651	988,917
Nextera Energy Inc	9,400	284,216	1,468,186
Norfolk Southern Corporation	19,500	1,311,673	2,825,550
Pepsico, Inc.	20,000	1,268,647	2,398,400
Pfizer	32,500	933,900	1,177,150
Proctor & Gamble	13,200	636,220	1,212,816
Prologis, Inc.	23,500	706,631	1,515,985
Simon Property Group, Inc.	5,000	553,573	858,700
U.S. Bancorp	19,677	310,566	1,054,294
United Parcel Service	14,000	952,851	1,668,100
United Technologies Co	13,500	1,078,276	1,722,195
Vanguard FTSE Developed	10,000	445,088	448,600
Verizon Communication	16,776	603,949	887,954
Wal-Mart Stores, Inc.	14,500	762,395	1,431,875
Walt Disney Company (The)	20,500	794,889	2,203,955
Waste Management	31,500	1,048,361	2,718,450
Wells Fargo	12,400	315,069	752,308
Welltower, Inc	14,500	713,255	924,665
	<u>1,225,653</u>	<u>43,524,678</u>	<u>138,974,672</u>

Humana Foundation, Inc., 61-1004763
2017 Form 990-PF: Part II, line 10c, Corporate Bonds

	Face <u>Amount</u>	Book <u>Value</u>	Market <u>Value</u>
AT&T Corporation	150,000	159,635	158,544
Anheuser Busch	350,000	369,117	365,772
Apple Inc.	365,000	373,887	372,411
Bank of America	500,000	500,754	500,319
Bank of New York Mellon Co,	385,000	388,596	385,835
BP Capital Markets	125,000	127,863	127,297
Branch Bank & Trust	150,000	152,558	151,046
Bristol Myer	200,000	198,160	195,725
British Columbia	210,000	209,338	212,119
Burlington North Santa Fe	150,000	154,718	152,930
Citibank	400,000	399,864	396,150
Comcast Corp	250,000	244,682	241,730
CVS Corporation	250,000	253,991	251,025
Fifth Third Bank	125,000	127,483	126,313
Gilead Sciences Inc.	400,000	394,896	390,261
HSBC Holdings PLC	400,000	399,807	397,299
Intl Business Machine Corp	250,000	249,831	248,842
Lam Research Corporation	130,000	131,879	130,913
Manufacturers and Traders	250,000	251,216	248,893
Medtronic Inc.	150,000	154,785	153,286
Microsoft Corp	125,000	128,317	128,901
New York Life	250,000	249,805	251,049
Nissan Auto	270,000	269,984	266,603
Nissan Mtr Accep	130,000	129,923	128,998
Novartis Fiance	50,000	49,985	51,645
Novartis Capital Corp	250,000	248,832	249,334
Oracle Corporation	250,000	252,615	250,364
PNC Bank National Association	510,000	509,918	509,685
Sparebank 1 Bolidkredit	375,000	374,180	368,903
Sumitomo Mitsubishi Finance	255,000	257,694	255,477
Toyota Motor Credit Corp	260,000	259,500	255,821
UBS AG	200,000	199,819	199,397
US Bancorp	250,000	253,654	251,407
Wells Fargo Company	250,000	253,487	251,847
Wells Fargo & CO	100,000	103,751	103,244
Westpac Capital	130,000	130,149	129,176
	<u>8,845,000</u>	<u>8,914,675</u>	<u>8,858,562</u>

Humana Foundation, Inc., 61-1004763
2017 Form 990-PF: Part VIII, line 1
Officers and Directors

Officers

Michael B. McCallister*	President and CEO	500 W. Main St. Louisville, KY 40202
Walter D. Woods*	Chief Executive Officer	500 W. Main St. Louisville, KY 40202
Brian A. Kane	Senior Vice President, Chief Financial Officer	500 W. Main St. Louisville, KY 40202
D. Hank Robinson	Vice President, Tax	500 W. Main St. Louisville, KY 40202
Joan O. Lenahan*	Vice President and Secretary	500 W. Main St. Louisville, KY 40202
W. Mark Preston	Vice President and Treasurer	500 W. Main St. Louisville, KY 40202
Joseph C. Ventura*	Vice President and Secretary Assistant General Counsel and Assistant Corporate Secretary	500 W. Main St. Louisville, KY 40202
Pattie Dale Tye	Interim Executive Director	500 W. Main St. Louisville, KY 40202

Directors

Michael B. McCallister*	Chairman	500 W. Main St. Louisville, KY 40202
Bruce D. Broussard*	Chairman	500 W. Main St. Louisville, KY 40202
David A. Jones		471 W. Main St., Suite 203 Louisville, KY 40202
David A. Jones, Jr		101 S. Fifth St. Louisville, KY 40202
Heidi S. Margulis		500 W. Main St. Louisville, KY 40202
Christopher M. Todoroff		500 W. Main St. Louisville, KY 40202

The Interim Executive Director and Chief Executive Officer each hold a full-time position. All others devote time to the Foundation on an as-needed basis averaging from one to three hours per month.

*The role for these officers and directors changed during the calendar year.

Humana Foundation, Inc., 61-1004763
2017 Form 990-PF: Part XV
Supplementary Information

Part XV, line 2, Supplementary Information

2b. Applications for contributions

Applications for contributions, other than scholarships, should be submitted by letter and accompanied by a copy of the organization's exemption letter under Code Sec. 501(c)(3). The application must request a specific dollar amount and include a brief explanation of the charitable activities of the organization. Applications for scholarship awards should be submitted directly to Scholarship America, St. Peter MN, on a pre-approved form.

For details, see "Grant Applications" and "Scholarship Program" at www.humanafoundation.org.

2d. Restrictions on awards

The Humana Foundation identifies, funds, and nurtures projects and organizations in three fields: domestic and international health, education, and civic and cultural development in communities where the company has a meaningful presence. The scholarship competition is open to high school seniors, high school graduates, and college students who are children of Humana employees and plan on pursuing a college degree.

Humana Foundation, Inc , 61-1004763			
2017 Form 990-PF Part XV, line 3a			
Grants and Contributions Paid During the Year			
Recipient	Address	Purpose of contribution	Amount
21ST CENTURY PARKS INC	Louisville, KY	Matching Gifts	24,000 00
21ST CENTURY PARKS INC	Louisville, KY	Final Payment/ The Parklands of Floyds Fork Annual Fund	250,000 00
ACTORS THEATRE OF LOUISVILLE INC	Louisville, KY	2018 Humana Festival of New American Plays	750,000 00
ALL FAITHS FOOD BANK	Sarasota FL	Humana Volunteer Award	1,000 00
AMERICAN DIABETES ASSOCIATION	San Antonio TX	Humana Spirit of Philanthropy Award	25,000 00
AMERICAN HEART ASSOCIATION INC	San Antonio, TX	Check Change Control Cholesterol Program	83,800 00
AMERICAN HEART ASSOCIATION - MID ATLANTIC AFFILIATE	Appleton WI	Kentuckiana Heart Walk	25,000 00
AMERICAN RED CROSS	Louisville, KY	Matching Gifts	81,558 43
AMERICAN RED CROSS	Louisville, KY	Hero Care Network	100,000 00
AMERICAN RED CROSS	Louisville, KY	Hurricane Harvey	250,000 00
AMERICAN RED CROSS	Louisville, KY	Hurricane Irma	1,000,000 00
AMERICAN RED CROSS	Louisville, KY	Hurricane Maria (Puerto Rico)	250,000 00
AMHERST COLLEGE	Amherst, MA	Matching Gifts	5,000 00
ASBURY THEOLOGICAL SEMINARY	Wilmore, KY	Matching Gifts	20,000 00
AURORA HEALTH CARE FOUNDATION	Milwaukee, WI	Aurora Benefit Gala	10,000 00
AYCO CHARITABLE FOUNDATION	Latham, NY	Matching Gifts	110,755 71
BAY AREA HUMANE SOCIETY	Green Bay, WI	Humana Dollars for Doers	8,000 00
BELLARMINE UNIVERSITY	Louisville, KY	Health Informatics Development (Payment 5/5)	200,000 00
BEXAR COUNTY HEALTH COLLABORATIVE	San Antonio, TX	Healthy Me Healthy We Program	70,000 00
BOYS AND GIRLS CLUBS OF THE TENNESSEE VALLEY	Knoxville, TN	Food for Thought Summer Breakfast and Teaching Garden Program	40,000 00
BRIDGEHAVEN INC	Louisville, KY	Bridges to Health	100,000 00
BROWARD REGIONAL HEALTH PLANNING COUNCIL INC	Hollywood, FL	Care to Impact Underserved Communities	158,540 00
BROWN COUNTY HEALTH AND HUMAN SERVICES DEPT	Green Bay WI	Humana Make a Difference Day	1,000 00
BROWN COUNTY UNITED WAY	Green Bay, WI	Matching Gifts	14,318 00
BROWN COUNTY UNITED WAY	Green Bay, WI	Health & Wellness Impact Council	50,000 00
CAPITAL AREA HUMAN SERVICES DISTRICT	Baton Rouge, LA	Total Health Program	118,000 00
CATCH GLOBAL FOUNDATION	New Orleans, LA	New Orleans CATCH Coordinated School Health Initiative	159,000 00
CATH CHARITIES ARCHDIOCESE OF NEW ORLEANS	New Orleans, LA	Health Guardians Navigating the Gap between People and Care	85,000 00
CATHEDRAL OF THE ASSUMPTION	Louisville, KY	Humana Volunteer Award	3,000 00
CHESTNUT STREET YMCA	Louisville, KY	Black Achievers Tuition	23,750 00
CHILDSAFE	San Antonio, TX	Humana Volunteer Award	3,000 00
CITY OF NATCHEZ	Natchez, MS	Adams County Chronic Disease Project	105,000 00
COLON CANCER PREVENTION PROJECT	Louisville, KY	In Honor of Thomas Lenahan	1,000 00
COMMITTEE ENCOURAGING CORPORATE PHILANTHROPY	New York, NY	CECP - 2017 Annual Membership	15,000 00
COMMUNITY FOUNDATION OF LOUISVILLE	Louisville KY	Matching Gifts	25,000 00
COMMUNITY FOUNDATION OF LOUISVILLE	Louisville, KY	Louisville Youth Philanthropy Council	10,000 00
COMMUNITY FOUNDATION OF LOUISVILLE	Louisville, KY	Greater Louisville Project	25,000 00
COMMUNITY FOUNDATION OF LOUISVILLE	Louisville KY	55,000 Degrees	75,000 00
COMMUNITY FOUNDATION OF THE FLORIDA KEYS	Key West, FL	Matching Gifts	3,000 00
CREATIVE AGENTS OF CHANGE FOUNDATION INC	Louisville KY	Project HEAL	225,000 00
DAUGHTERS OF CHARITY SERVICES OF NEW ORLEANS	New Orleans, LA	HCB payment #3 of 3	50,000 00
ELDERSERVE	Louisville KY	Reducing Social Isolation	65,000 00
FAMILY COMMUNITY CLINIC	Louisville, KY	Increasing Compassion & Capacity Grant	250,000 00
FEEDING AMERICA	Chicago, IL	Humana Dash with Purpose Incentive	16,000 00
FEEDING AMERICA	Chicago IL	Matching Gifts	18,792 00
FEEDING AMERICA	Chicago, IL	Support of Humana's National Senior Games	25,000 00
FEEDING AMERICA	Chicago, IL	Hurricane Irma Relief	100,000 00
FILSON HISTORICAL SOCIETY	Louisville, KY	Capital Campaign - Payment #5 of #5	50,000 00
FLORIDA HEALTH NETWORKS LLC	Orlando, FL	Healthy Living/Aging Community Partnership	118,500 00
FLORIDA INTERNATIONAL UNIVERSITY FOUNDATION INC	Miami, FL	Intensive Nurse Directed Evidence Based Practice Treatment	109,494 00
FLOYD COUNTY ANIMAL RESCUE LEAGUE	New Albany, IN	Humana Volunteer of Year Award	10,000 00
FOOT PRINT TO SUCCESS CLUBHOUSE INC	Pompano Beach, FL	Healthy Lifestyle Interventions	50,000 00
FUND FOR THE ARTS	Louisville, KY	Matching Gifts	51,478 00
FUND FOR THE ARTS	Louisville, KY	2017 Corporate Campaign	370,000 00
G O MINISTRIES INC	Louisville, KY	Matching Gifts	20,000 00
GILDA S CLUB LOUISVILLE	Louisville, KY	Louisville Support Groups	25,000 00
GOLDMAN SACHS PHILANTHROPY FUND	Albany, NY	Matching Gifts	19,000 00
GREEN BAY ANIMAL RESCUE INC	Green Bay, WI	Humana Volunteer Award	1,000 00
HABITAT FOR HUMANITY OF METRO LOUISVILLE	Louisville, KY	2017 House Sponsorship - Raise the Roof	45,000 00
HISPANIC UNITY OF FLORIDA INC	Hollywood, FL	Te Ayudo (I Help You) Program	100,000 00
HISTORIC OCEAN SPRINGS ASSOCIATION	Ocean Springs, MS	Humana Dollars for Doers	4,000 00
HOOAH INC (HELPING OUT OUR HEROES) DBA 4TH HOOAH WISCONSIN	Green Bay, WI	Humana Dollars for Doers	1,000 00
INTERFAITH HEALTH CLINIC	Knoxville, TN	Humana Healthy Lifestyle Classroom - HCB payment 3 of 3	50,000 00
JEFFERSON COUNTY SOIL CONSERVATION DISTRICT	Louisville KY	Urban Tunnel Initiative	95,000 00
KENTUCKY AUTHOR FORUM	Louisville, KY	2017 2018 Season	55,000 00
KENTUCKY REFUGEE MINISTRIES INC	Louisville KY	Humana Dollars for Doers	4,000 00
KNOXVILLE ACADEMY OF MEDICINE FOUNDATION DBA KNOX AREA PROJECT ACCESS (KAP)	Knoxville, TN	KAPA Connects	350,000 00
KNOXVILLE KNOX COUNTY COMMUNITY ACTION COMMITTEE (CAC)	Knoxville, TN	Congregate Health & Nutrition Education	100,000 00
LA LUCHA SPACE	Louisville, KY	Humana Make a Difference Day	1,000 00
LEADERSHIP LOUISVILLE FOUNDATION INC DBA LEADERSHIP LOUISVILLE CENTER	Louisville, KY	Well-being Scholarship Fund	20,000 00
LEXINGTON CATHOLIC HIGH SCHOOL	Lexington, KY	Matching Gifts	50,000 00
LOUISIANA TECH UNIVERSITY FOUNDATION INC	Ruston, LA	Matching Gifts	19,000 00
LOUISVILLE URBAN LEAGUE	Louisville, KY	LUL It starts with me! Community Health Program	201,000 00
LOUISVILLE ZOO FOUNDATION	Louisville, KY	Zoo/Animal Adoption/Orangutans	10,000 00
MEMORIAL FOUNDATION INC	Hollywood, FL	Journey 2 Health	60,000 00
Matching Gifts \$0-\$100	Various	Various	169,832 42
Matching Gifts \$101-\$2,500	Various	Various	109,871 00
METRO UNITED WAY	Louisville, KY	Matching Gifts	88,931 00
METRO UNITED WAY	Louisville, KY	2016-2017 Corporate Campaign	675,000 00
METROPOLITAN OPERA ASSOCIATION INC	New York, NY	Matching Gifts	15,000 00
MORGAN STANLEY GLOBAL IMPACT FUNDING TRUST INC	New York, NY	Matching Gifts	50,000 00
NEW ROOTS INC	Louisville, KY	Building a Sustainable New Roots Grant	100,000 00
NOAH'S ARK OF CENTRAL FLORIDA	Lakeland, FL	Humana Dollars for Doers	4,000 00
OLYMPIC VIEW ELEMENTARY PTA	Seattle, WA	Humana Volunteer Award	1,000 00
ONEBLOOD INC	Orlando, FL	Humana Volunteer Award	4,000 00
PERFORMING ARTS CENTERS OF KEY WEST INC DBA TENNESSEE WILLIAMS THEATRE	Key West, FL	Matching Gifts	8,300 00
REMOTE AREA MEDICAL	Rockford, TN	Humana Nat'l Volunteer of the Month	1,000 00
SAN ANTONIO FOOD BANK	San Antonio, TX	San Antonio Food Bank Food IQ	100,000 00

Humana Foundation, Inc , 61-1004763			
2017 Form 990-PF: Part XV, line 3a			
Grants and Contributions Paid During the Year			
<u>Recipient</u>	<u>Address</u>	<u>Purpose of contribution</u>	<u>Amount</u>
21ST CENTURY PARKS INC	Louisville, KY	Matching Gifts	24,000 00
SAN ANTONIO OASIS	San Antonio, TX	Chronic Disease & Diabetes Self-Management	50,000 00
SCHOLARSHIP AMERICA	St Petersburg, FL	First Half Scholarship Payment	366,730 00
SCHOLARSHIP AMERICA	St Petersburg, FL	2nd Half Scholarship Payment	317,750 00
SCHWAB CHARITABLE FUND	San Francisco, CA	Matching Gifts	46,840 80
SENIOR CONNECTION CENTER INC	Tampa, FL	Combating Chronic Disease Grant	141,000 00
SERVICE LEAGUE OF MANITOWOC COUNTY	Manitowoc, WI	Humana Dollars for Doers	4,000 00
ST MARY'S FOOD BANK ALLIANCE	Phoenix, AZ	Humana Volunteer Award	3,000 00
TAMPA METROPOLITAN AREA YOUNG MENS CHRISTIAN ORGANIZATION DBA TAMPA METRO	Tampa, FL	Humana Foundation Grant	100,000 00
TEACH KENTUCKY INC	Louisville, KY	Mindfulness Education	10,000 00
THE ADMINISTRATORS OF THE TULANE EDUCATIONAL FUND DBA TULANE UNIVERSITY	New Orleans, LA	CHOP	218,000 00
THE AVON OLD FARMS SCHOOL INC	Avon, CT	Matching Gifts	5,000 00
THE BLESSED CHILD	Chicago, IL	Humana Dollars for Doers	1,000 00
THE BRIDGE FUND	Bonita Spngs, FL	Matching Gifts	5,000 00
THE EDUCATION FUND	Miami, FL	Food Forrest for Schools & Impact Training	50,000 00
THE LOUISVILLE DREAM CENTER INC	Louisville, KY	Humana Dollars for Doers	4,000 00
THE PENNSYLVANIA BALLET ASSOCIATION	Philadelphia, PA	Matching Gifts	25,000 00
THE RECTOR AND VISITORS OF THE UNIVERSITY OF VIRGINIA	Charlottesville, VA	Compassionate Schools Project	200,000 00
THE UNIVERSITY OF TENNESSEE	Knoxville, TN	Lifestyle Education in Diabetes Care	150,000 00
THOMAS JEFFERSON UNIVERSITY	Philadelphia, PA	Matching Gifts	25,000 00
UNITED WAY OF BROWARD COUNTY	Ft Lauderdale, FL	Screening Briel Intervention & Referral for Treatment	88,420 00
UNITED WAY OF DANE COUNTY	Madison, WI	SAFE at Home Program	50,000 00
UNIVERSITY OF FLORIDA	Gainesville, FL	Health Smart Behavior Program	199,000 00
UNIVERSITY OF LOUISVILLE FOUNDATION, INC	Louisville, KY	Matching Gifts	10,000 00
UNIVERSITY OF LOUISVILLE FOUNDATION, INC	Louisville, KY	University of Louisville Foundation McConnell Center	75,600 00
UNIVERSITY OF NORTH FLORIDA FOUNDATION, INC	Jacksonville, FL	CMHC CONNECT	100,000 00
UNIVERSITY OF SOUTH FLORIDA FOUNDATION INC	Tampa, FL	Improving Access To Care Medical Van for Homeless Tampa Bay	75,000 00
UP2US INC	New York, NY	Matching Gifts	5,000 00
UP2US INC	New York, NY	Up2Us Sports Coaches	100,000 00
URBAN LEAGUE OF BROWARD COUNTY INC	Ft Lauderdale, FL	Final Payment/HCB Living Well Program	50,000 00
USPIRITUS INC	Louisville, KY	Humana Make a Difference Day	3,000 00
VAM GOGHS PALETTE INC DBA VINCENT HOUSE	Pinellas Park, FL	Wellness Empowerment Project	130,000 00
VANDERBILT UNIVERSITY	Nashville, TN	Matching Gifts	12,000 00
VOLUNTEERS OF AMERICA MID-STATES INC	Louisville, KY	Answering the Call	227,450 00
WE CARE JACKSONVILLE INC	Jacksonville, FL	Health & Wellness Program	95,480 00
WELLSPRING INC	Louisville, KY	EMS Alternative Program	62,600 00
YMCA OF GREATER KANSAS CITY	Kansas City, MO	Diabetes Prevention	80,638 00
YOUNG MENS CHRISTIAN ASSN OF FLORIDAS FIRST COAST INC	Jacksonville, FL	Diabetes Prevention/Blood Pressure Management	50,000 00
YOUNG MEN S CHRISTIAN AASSOCIATION OF GREATER SAN ANTONIO DBA YMCA OF GREATER	San Antonio, TX	Y Living Ctr, Y Diabetes	50,000 00
YOUNG MENS CHRISTIAN ASSOCIATION OF NEW ORLEANS METROPOLITAN DBA YOUNG MEN	New Orleans, LA	Diabetes Prevention	60,000 00
to Part XV, line 3a			11,591,429 36

Humana Foundation, Inc., 61-1004763
2017 Form 990-PF: Part XV, line 3b
Grants and Contributions Approved in 2017 for Future Payment

<u>Recipient</u>		<u>Amount</u>
Arts		
	A	-
	Arts - Total	<u>0</u>
Community Development		
	C	-
	Community Development - Total	<u>0</u>
Education		
University of Louisville	E	400,000
	Education - Total	<u>400,000</u>
Human and Health Services		
	H	-
	Human and Health Services - Total	<u>0</u>
	Total to Part XV, line 3b	400,000